

# Exhibit P

SEC Form 3

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	February 28, 2011
Estimated average burden hours per response	0.5

<b>1. Name and Address of Reporting Person*</b> <b>BARTON FRANCIS P</b> (Last) (First) (Middle) 14720 MONTALVO ROAD (Street) SARATOGA CA 95070 (City) (State) (Zip)		<b>2. Date of Event Requiring Statement</b> (Month/Day/Year) 08/01/2005	<b>3. Issuer Name and Ticker or Trading Symbol</b> <b>UTSTARCOM INC [UTSI]</b>	<b>4. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner X Officer (give title below) Executive V.P. and CFO	<b>5. If Amendment, Date of Original Filed</b> (Month/Day/Year)	<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> X Form filed by One Reporting Person Form filed by More than One Reporting Person
---	--	---	---	---	--	--

**Table I - Non-Derivative Securities Beneficially Owned**

<b>1. Title of Security (Instr. 4)</b>	<b>2. Amount of Securities Beneficially Owned (Instr. 4)</b>	<b>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</b>	<b>4. Nature of Indirect Beneficial Ownership (Instr. 5)</b>
--	--	---	--

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

<b>1. Title of Derivative Security (Instr. 4)</b>	<b>2. Date Exercisable and Expiration Date (Month/Day/Year)</b>		<b>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</b>	<b>4. Conversion or Exercise Price of Derivative or Security</b>	<b>5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</b>	<b>6. Nature of Indirect Beneficial Ownership (Instr. 5)</b>
	<b>Date Exercisable</b>	<b>Expiration Date</b>				
Stock Option (right to buy)	08/01/2006 (1)	08/01/2015	Common Stock	8.82	D	
Share Purchase Rights (right to buy)	08/01/2005 (2)	09/30/2005	Common Stock	0.0013 <sup>(3)</sup>	D	

**Explanation of Responses:**

1. Vesting Schedule: 1/4 after one year, 1/36 per month thereafter for the remaining shares.
2. Vesting Schedule: 1/4 per year from August 1, 2005 (anniversary date).
3. Price: \$0.00125.

By Thomas Savage, as  
Attorney-in-Fact on behalf of 08/03/2005  
Francis P. Barton  
\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**